

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

ROQUETTE FRERES,)
)
Plaintiff,)
)
v.) C.A. No. 06-540-KAJ
)
)
SPI PHARMA, INC. and)
DRYTEC LTD.,)
)
Defendants.)

DECLARATION OF PAUL C. KENNET IN SUPPORT OF DEFENDANT DRYTEC LTD.'S MOTION TO DISMISS FOR LACK OF PERSONAL JURISDICTION

Pursuant to 28 U.S.C. § 1746, I, Paul C. Kennet, MSc., CEng., MIChemE., declare the following to the best of my knowledge and understanding:

1. I am the sole Managing Director of defendant Drytec Ltd. ("Drytec"), a British corporation. Appointed as Managing Director in May 2004, I oversee all facets of the business conducted by Drytec including, but not limited to, sales, reporting, administration, contract execution, contract negotiations and profit and loss. As such, I have personal knowledge of the facts set forth in this Declaration.

2. I make this Declaration in support of Drytec's Motion to Dismiss for Lack of Personal Jurisdiction and to put before the Court the facts necessary to establish lack of personal jurisdiction over Drytec. This Declaration is not intended to address any facts related to the merits of plaintiff's claim.

3. The matters set forth in this Declaration reflect knowledge gained in the course of my association with Drytec.

4. Drytec is a private limited company organized under the laws of the United Kingdom with its principal place of business at 46 Morley Road, Tonbridge, Kent, TN9 1RA, England.

5. Drytec is not a Delaware entity and has never been authorized, registered or qualified to do business in the State of Delaware.

6. Drytec does not maintain a registered agent for service of process in Delaware.

7. Drytec does not have an office, place of business, factory or showroom in Delaware.

8. No Drytec officer, employee, agent or representative maintains an office in Delaware.

9. Drytec does not have an interest in and does not use or possess any real or personal property in the State of Delaware.

10. Drytec does not provide insurance or act as a surety for anyone in Delaware.

11. Drytec does not maintain a mailing address, telephone listing or bank account in Delaware.

12. Drytec has never transacted business or performed any character of work or service in Delaware.

13. Drytec has never directed any advertising specifically toward residents of Delaware.

14. Drytec derives no revenue from any clients, consumers, customers or any other business in Delaware.

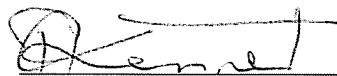
15. Drytec has never contracted to do any business related to mannitol products with SPI Pharma, Inc.

16. Drytec has never made, used, offered to sell, or sold any mannitol product in the United States, nor has it imported any mannitol product into the United States.

17. Drytec has never made, used, offered to sell, or sold any MANNOGEM™ EZ Spray Dried Mannitol product in the United States, nor has it imported any MANNOGEM™ EZ Spray Dried Mannitol product into the United States.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: December, 4 2006



Paul C. Kennet,
Managing Director, Drytec Ltd.

CERTIFICATE OF SERVICE

I, Karen E. Keller, hereby certify that on December 6, 2006, I caused to be electronically filed a true and correct copy of the foregoing document with the Clerk of the Court using CM/ECF, which will send notification that such filing is available for viewing and downloading to the following counsel of record:

Mary B. Graham, Esquire
Julia Heaney, Esquire
Morris, Nichols, Arsh & Tunnell LLP
1201 North Market Street
Wilmington, DE 19801

I further certify that on December 6, 2006, I caused a copy of the foregoing document to be served by hand delivery on the above-listed counsel of record and on the following in the manner indicated:

BY E-MAIL AND FEDERAL EXPRESS

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